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And go get your checkbook and subscribe. I have a BMW, rent to pay, need another three pairs of Louboutin shoes, and a father with a bad gambling habit, so I have to pose naked in this magazine just so you can get your rocks off looking at my delicious ass.

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CONTESSA & CARMEN

BLACKBOOTY



MAIA & ALESHA



BRIANNA



RAYNE



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BARBIE

A woman with dark, wavy hair is posing on a blue couch. She is wearing a red string bikini top and a black choker with a silver ring. She is smiling and looking at the camera. The background shows a window with a decorative metal railing and some greenery outside.

CANDACE NATURE'S BOUNTY

I know my boobs are big, and I have a great butt. I know that these are a huge turn on for you guys, and girls. And I know I have a pretty face. Now you can see how good I am at sex. I think I'm pretty good and, so far, not one complaint. So dream on guys. I know you all want me.



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My favorite position is getting fucked from behind. The best sex for me is being banged hard so I can feel his balls slapping my pussy. Then a few well-placed and well-timed slaps on my butt and I'm in heaven. Oh yeah, baby!

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CONTESSA & CARMEN BRAZEN HUSSIES

I'm Contessa, on the left and I split with my man – turned out to be a loser – and felt so bad I needed some female comforting. I called my friend Carmen and she came over - with a photographer.

I wanted Contessa to just chill and not get all swarmy so my photog was a good distraction. Here's what he got.





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I told Carmen, no toys.
Just you and me, and that
was nice. She's so sweet
and did her best to make
me forget that dude. And
I did, for a few hours,
then there were six mes-
sages on my phone when
I got home. Still a loser.

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BLACKBOOTY

PARTY'S ON

I work hard for my money and any little extra is always a great help. I work at a very busy, trendy bar in the warehouse district of Chicago. After a busy night at the place, the owner, Luke suggested we lock up early and the remaining staff and a few friends could stay and party down since it was the holidays and pretty cold outside. We all started drinking, which we aren't allowed to do while on our shifts, and so we were all getting along quite well. A couple that were friends with the owner were getting drunk quicker than the rest of us, since they didn't have to work and had a head start on the booze. They were sitting at a high table in the middle of the bar area, kissing and touching each other, and getting the rest of us turned on as we couldn't help but watch.

For the last few weeks, Luke, who was also the head bartender, had been giving me the eye, and apparently tonight he decided he wasn't going to wait any more. We were all chatting away and many started teasing and touching each other, getting more and more turned on. There was always sexual tension between the staffers and tonight it seemed ready to explode. Even I was getting a bit horny as the booze and eye candy were taking effect. I was getting moist and my clit was screaming to be rubbed. I really didn't care who did it, as long as someone did. As soon as one of the other waitresses got up from the bar stool next to me, Luke came over

and started small talking me. I must have said some things and the next thing I know his hand is between my legs, feeling the small amount of cum that had started to drip out of me. He rotated the bar stool so I faced him and lifted up my short



skirt, pushing his hand down my panties. His fingers were so welcome by this point and I didn't give a fuck if there were other people watching. One of the other waiters walked over to us, took my hand and placed it on his huge cock that was already sticking out of his pants. I held it in a vise-like grip and started pulling on it, getting bigger with every stroke. And as I leaned forward, down to his cock, I sensed his whole body shake. He

To the editor,

That is one fine booty on Alexis and I'd tap that anytime. And she's got the boobs to go along with it. What's cool though is how she man-handled that big cock in her layout. I bet she's one fine fuck and I wouldn't mind dipping my rod into her oil can. I know you're probably not going to tell me, but how can I meet her? I've always had a fascination with big-breasted, big bootied women, but most are not that attractive to me.

But Alexis, she's the type of babe I dream about, and jack-off to. Now, I'm looking to get with her, just a little face time so I can tell her how attractive I think she is, and let her see that I'm not just after her body, although I'd do her if she decided to get with me. I'm not a big as the guy in the pictures, but I know I can hold my own. I once had a hard on for more than three hours, and that without the help of a pill. Anyway, let me know if you can send this message to her or maybe send me her phone number or email?

— Georgio, Cleveland

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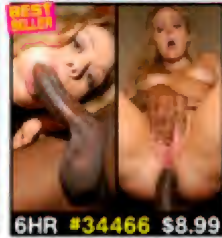
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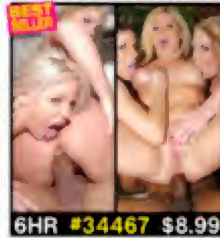
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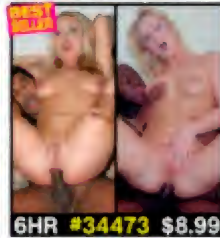
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He sat up on the table, pants off, legs spread wide resting on a couple tall chairs as she settled between them and started sucking on his dick. I watched for a minute, then her head disappeared lower, probably to suck on his balls...

knew he was going to get a bj, but up until now he never thought it would be from me!

Suddenly we heard loud screams and groans from the couple. She had climbed up on the tall table and was on her back, pantyless as her friend was eating her out. She stopped moaning and they switched places. He sat up on the table, pants off, legs spread wide resting on a couple tall chairs as she settled between them and started sucking on his dick. I watched for a minute, then her head disappeared lower, probably to suck on his balls, and then went back to my two guys. I grabbed the waiter's cock hard and pulled it to my mouth. I heard him moan; how long had he had this hard on? It was fucking rock hard, and he was loving my mouth around it, sucking it and stroking it hard with my hand. By now Luke wanted in on the action, so without hesitation he pulled me up and sat me on his massive cock. With hot juices dripping from my pussy, I slid onto it nice and easy.

The guy I was blowing couldn't believe it, he was being sucked off while I was being fucked, and I was sucking at his cock so hard, he spurt all his stuff in my mouth, cum sliding down the side of my face. By now the couple were fucking like mad. She had been screaming with every orgasm, and he was shooting cum all over her face. I was bouncing up and down being fucked really hard, and came again and again. My pussy and clit were on fire, my body was shaking and I couldn't control it. My orgasms were huge, one after the other, bang, bang! Luke couldn't hold his cum any more and threw me off

him and stood over me. I felt helpless that this guy was going to shoot one hell of a load all over me. His cum came out like a raging waterfall, covering me and hitting my face. I was licking my lips, getting a good taste of it, loving it, all sticky and thick.

I didn't stay working at the bar much after that, I had my fun with the boss but his flirting with me began to piss me off. I slipped my number in his back pocket and told him to call if he was ever lonely, and walked away. He did call me, but my husband answered the phone, so, I never heard from him again.

– *Thelma, New Jersey*

ANYTIME, ANYWHERE

Dejuan, my current husband, and I have been together for almost six years, happily married, no kids yet, and for the first couple of years of marriage enjoyed some fairly conventional sex. During the last couple years we talked more and more freely about it and realized that we both had fantasies that were not sharing with the other. We made a pact that we would make an effort to help each other fulfill some of them. We'd start out safe at first, and if that went well, we'd ramp up the excitement level and make our love lives more interesting and fulfilling.

To that end, we went out to dinner at a nice Korean restaurant. Dejuan asked, then demanded, that I put

on a short, tight skirt, boots and a sweater. The sweater was the type that most women would wear with a cami or undershirt, but he told me not to. It gets cold in Philly in November, but the air was refreshing on my bare nipples that poked through the holes in the sweater. We warmed up at the restaurant and enjoyed our dinner, but about half way through our meal I saw his



face change. He looked at me like he wanted me, no needed me; it's the look that makes my stomach tighten up with anticipation. He told me to flash him right there at the table. We were in the back of the restaurant but it wasn't that big. The bar area was opposite me and as I lifted my sweater, the bartender definitely saw me do it but I didn't see if anyone else had.

Momentarily, I felt like a slut, but looking into his eyes, I didn't care. His look told me that I was his slut, and he wanted people to know it. He told me to do it again, but he also wanted me to pinch my

nipples so they were harder. As I found them through the holes in the sweater, I noticed our waitress saw me doing it as she was bringing our check. She was a cute brunette with big brown eyes and a big, round ass just like mine. Dejuan likes big brown asses and said that was one reason he married me. I found myself attracted to her and stroked my nipples while holding



her gaze. If she didn't look scared, I was going to invite her home with us. When she handed my husband the bill, she avoided looking directly at me. Clearly she was uncomfortable, and probably not open to the idea. My husband paid for the meal, and ordered me up, he was clearly ready to go, when we stood up, I went to adjust my skirt, and he ordered me to stop. We walked out of the restaurant with my skirt riding up high enough to see the bottom of my butt cheeks and my nipples were still pushing through my sweater.

I love when he takes control. I

never know what he's going to do next, or tell me what to do next and the anticipation makes me so wet. As we were walking to the car, I had millions of possibilities running through my mind but was not prepared for his decision. We were parked in a parking garage on the first level, from the car you could see the entrance to the parking garage, office building windows and the street. He looked at me, bit his lip, and tore off my skirt. He pushed me down to my knees and forced me to suck his dark cock. I have come to love sucking my husband's dick. It's sensing his body react, feeling his cock push harder and harder against the back of my throat. He loves to make me choke and he did it then, and for a minute I was afraid my delicious dinner would come back up, but it didn't. Suddenly he picked me up and bent me over with my hands on the car. When he bent me over, I had no choice but I wouldn't have had it any other way. I love it when he hits it from the back, because I can feel his cock all the way up to my stomach.

My naked brown ass was in the air, and he was pounding into me. We heard a loud engine noise approaching but neither of us wanted to stop. In fact, the idea of someone seeing us with me bent over by my gorgeous husband turned me on even more. I started to moan. He was stroking it so well. I busted all over him right as the car went by. My husband started to stroke even harder, pinching my nipples. This went on for a few more minutes, and as I felt another orgasm building in me, I couldn't hold it off anymore. I begged him to let me cum. As usual, we timed it perfectly

as I felt my world explode in waves of pleasure. I felt his hot cum shoot into me, relieving the tension even further. My orgasm lasted for a couple minutes. I was so spent by the end of it that he had to pick me up and put me in the car.

When we got back to where we were staying, he made me strip in the elevator and finger myself. By this time, my clit was so hard and swollen from busting twice, it almost hurt to play with it – but that kind of pain makes me so wet; to the point where it runs down my leg in long thin streams. The whole time he's pulled his cock out and is rubbing it with one hand and taking a video of me with his cell phone and I'm rubbing myself. He said he was ready to cum and I quickly fell to my knees and took it all in my mouth and swallowed. I stood back up and went back to flicking my clit as I licked up the rest of his cum.

Suddenly, two people walked into the elevator while I was rubbing me, but I didn't stop. He didn't even have to tell me to keep going, and they surely didn't mind watching. When we reached our floor, I exited the elevator and pulled my skirt all the way off and ran down the hallway to our room with my ass bouncing in the air. He was right behind me!

– BreeAnne, Philadelphia

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For those of you with an adventurous spirit and a raging hard-on, my name is Rayne and I'm here, ready to do anything you wish. But first, let me show you just a little of what I can do with my booty call, Rock. For now, you can follow along in these pages. Then you can buy me dinner and tell me what you want to do to me!



RAYNE
WHEN SHE CUMS
IT POURS















I think we got a little carried away. When I started sucking his cock. I got lost in the sex. Then he's fucking my wet pussy and all I can do is moan and groan. But now that it's over, I'm wondering what your cock is like?

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Phthalate Free
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A full-page photograph of a woman with long, dark, wavy hair, smiling and looking over her shoulder. She is wearing a yellow bikini and has several tattoos on her back and arms. The background shows a room with a painting and a plant.

BARBIE ROUND BROWN AND ON THE REBOUND

A week ago I told my man I was posing for these pictures. He said only bikini shots.

I said, "NO! I wanna do whatever I wanna do, and I want to do nudes."

He reluctantly agreed, but only if he could be there to supervise. I said "NO!, you gotta fuck me on film."

He said, "Oh, hell yes!"



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I gotta tell you that was hot. I don't think I ever had such a good fuck with him. I got so lost in the sex that I'm glad he could control himself and not cum inside me. That made for a great cream pie shot the photographer told me. Maybe it was the cameras that got him turned on to perform better for an audience. Well, I loved it, and we may have to incorporate it into our private fuck sessions.

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REINVENTED

*They say that 40 is the new 30.
I really don't care. Do you?
Look at me. A year ago I was
selling cheese in Wisconsin with
a hairy bush and a minivan.
Now, I'm an all new person
ready to take on the world.
Say that you're ready for
me and more like me?*

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A woman with long brown hair, wearing a black bikini and black high-heeled sandals with white soles, is posing in a room with ornate furniture. She is leaning forward, with her hands clasped together near her feet. The background features a large, ornate mirror and a chandelier.

KAPRI

BOOTYLICIOUS COCKBUSTER

I have to admit that one of the best sexual encounters I've ever had was with a guy who had a huge cock. Some chicks think that too big hurts when you fuck. Not me. I've mastered giving head with my mouth and hands so that the guy feels like it's all in. I love the long schlong.





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One guy told me if he let me see it before we fucked that I wouldn't do it with him. I chuckled and said it was all right. I unzipped him and pulled it out. "Wow," is all I could say. His cock's head was just enormous. It was almost the size of a tennis ball but purpleish with an inch long slit in it. The shaft was long and thick. Like one of those English cucumbers. I told him to close his eyes and went to work on it.

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what I learned my first week

life lessons from my
math instructor

It was mid-September and the first day of my freshman year at the university and I was a nervous wreck! All of these new people and new teachers, I had no idea where to go! Somehow I managed to get to my first class right after the bell rang. I guess that's not a great first impression to have on a teacher, but it was the only one I could've made. I took a seat by the front seeing as it was the only one left. My Calc 101 teacher was Ms. Pryor and might I say DAMN!!!! Such an amazing looking woman almost made me cream myself right then and there! For the remaining 50 minutes of the class, I probably should have been paying attention to the quiz she had given us, on our first day, no less, but all I seemed to do was to gaze at her beautiful rack that was about a 38C on a nice athletic frame. Sweet, dark olive-colored skin with deep brown eyes and a short, Halle Berry-type haircut. She wasn't that tall, but she wasn't short either, around 5' 6", I'd say.

The rest of the day I managed to get to all my other classes right on time, or should I say right in time seeing as how it was almost always about 30 seconds before each tardy bell rang. I couldn't pay attention to anything anyone was saying, because the entire day I had Ms. Pryor's nice ass floating around in my head. Finally the last bell rang and it seemed like every student ran into the quad at the same time. I walked slowly so that when I passed Ms. Pryor's class I was able to enjoy the view. I found a nice table to sit at and await my prize.

I suppose now would be a good time if any to explain exactly what I look like. Well I have medium brown skin with no marks or blemishes, jet black eyes and shoulder length hair that I keep straightened. I think I have soft full lips, a firm round ass, 36C breasts with half-dollar sized nipples. And not that you need to know right now, I like to keep my privates clean-shaven, but I do



let it go for weeks at a time if I'm got getting with someone. I have always felt a deep admiration of the female form, never really been attracted to guys. I had many girlfriends, but nothing too serious – just having fun.

I sat there and began to doodle in my notebook when suddenly Ms. Pryor walked over and asked to speak with me. I couldn't understand exactly what she wanted, but I would soon find out. Ms. Pryor looked me over a good while she began to speak in a sexy voice with a pussy wetting accent. "Cayla I pulled your records and found that you had extremely high math scores, so I can't find a reason as to why you failed my pop quiz." I looked down at the ground then back up at her and finally spoke, "I'm sorry Ms. Pryor, I guess I was just a little distracted. I promise to try harder." Then she asked, "If you don't mind me asking, what did you find so interesting that you couldn't focus on your quiz?"

"Well Ms. Pryor if you must know, it was you." I answered. "Me??? Cayla are you saying I somehow distracted you?" I blushed then inched a little closer to her and whispered, "Yes Ms. Pryor that's exactly what I'm saying, but it wasn't just you that distracted me, it was also your voice and perfect body."

We jumped in and raced to her house. It took about fifteen mintues to get there and during the entire ride she had her hand down my skirt gently rubbing my clit through my panties.

A sweet smile came over her face and she put her arm around my waist pulling me closer, "If that's the case I suppose you need some after school tutorials and maybe some help on the weekends." Looking at her with big pleading eyes that just screamed take me, I agreed.

I nodded, then quickly got up and headed home after an exciting and confusing first day. During the following days, my eyes watched time tick away slowly, painfully. Tick tick tick was all I heard. Not one word said by any of my instructors seemed to reach my ears, it was like every other sound was blocked out except for the ticking of the clock. My heart pounded with each stolen glance, when finally the release bell rang. I bolted out of my last Friday class and into the faculty's parking garage waiting for Ms. Pryor. I saw her walking slowly towards me with a tiny bounce in her step like she was excited or something.

Finally she reached where I was waiting and we walked to her car. We jumped in and raced to her house. It took about fifteen mintues to get there and during the entire ride she had her hand down my skirt gently rubbing my clit through my panties. I was so wet and my pussy was throbbing! We got to her front door and kissed passionately, rubbing our hands up and down each other's bodies. She unlocked the door and opened it in one swift motion we were in. Immediately, she pulled me towards the bedroom and pushed me onto her huge bed. She ripped the shirt from my body, and tore my skirt off, pulling my panties off in less than five seconds.

Ms. Pryor began to kiss down my neck and chest with her supple and gentle lips. She climbed on the bed and straddled my stomach, slid her blouse and bra off and then bent over to kiss me once more. I grabbed her by the hips and switched postions with her and took her jeans off then pulled her sweet smelling thong off her with my teeth. She rolled gently underneath me and reached into her nightstand and pulled out what appeared to be a black strap-on. I looked wide-eyed at it and asked her what it was for.

"I want you to fuck me with this strap-on," she said in a sexy tone. I blushed, "but I don't know how to use it." She made me stand up at the side of the bed and she sat on the edge. I lifted each leg as she pulled it up my lower body and adjusted the waistband around me. Then she put a little vibrating part inside me and turned it on, I couldn't believe how good it felt. Wanting to reciprocate the affection, I turned her around, bent her

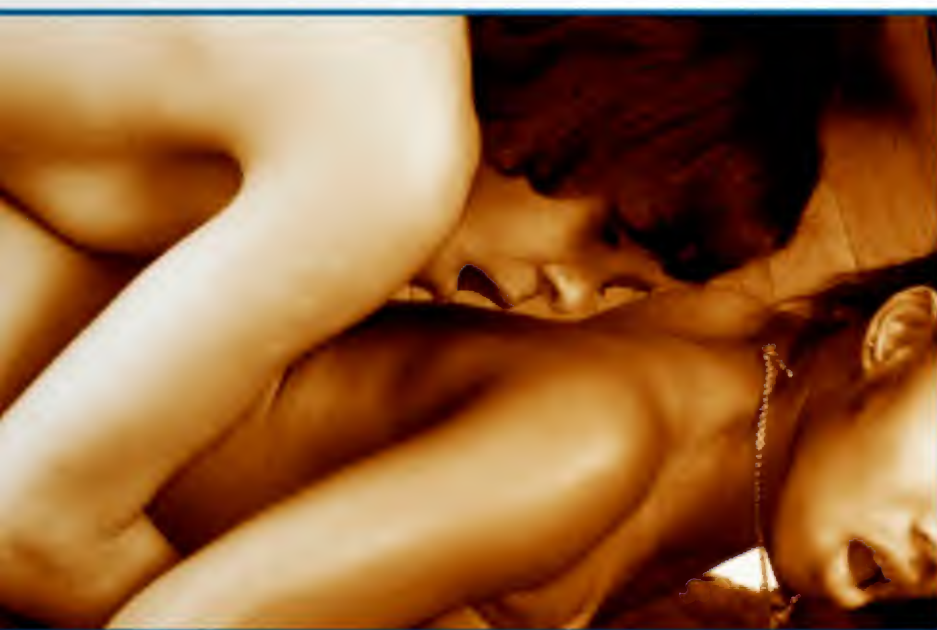


over the edge of the bed and lifted her hips into the air a bit. I bent down and licked her shing pussy, flicking my tongue in and out to give her a tease of what was bound to come. I pulled her butt cheeks apart a little and snaked my tongue to her puckered hole. I flicked my tongue a couple times and then a quick rub of my finger and she squirmed and purred,

Then I shoved the fake dick inside of her, slowly sliding it in and out then picking up the pace. I held her wrists down and pushed it in as far it would go, making her moan loudly. I pulled it out and pushed it in with a fierce lust building in the depths of my pussy, I felt like I was going to cum everywhere, but I held it in so that she may cum first. Her moans became louder and her breaths shorter as her hips rose to meet the move-

ments of the fake cock that was attached to me. Seeing her like this turned me on so much that I began cumming with a loud scream of pleasure. I pushed it in one last time while I was orgasming and apparently that sent her over the edge too, because she began to squirt everywhere. I took it out of her and bent down to lick off the remaining juices. She tasted as sweet as strawberries. The yummy taste of her pussy caused me great wetness so I slid the strap-on off of me and layed down. Thankfully she got the picture of what I was aiming for.

She bit her way down my body, teasing my nipples with soft gentle bites and tongue circles. I took a deep breath



and focused on how amazing this felt. Lowering herself to where she became level with my glistening clit, she began kissing up my inner thighs, then stopping when she reached my pussy. She parted my legs and admired what she sought. Even from my perspective, I could see my mound glistening in the lamplight. Looking back up at me, Ms. Pryor smiled and gave my labia a loving little nibble, then took my entire pussy into her mouth.

The warmth of her tongue felt like heaven as she moved it in and out of me gently. I moaned softly from this

sweet pleasure; she hummed into my pussy causing little vibrations which made me take deeper breaths. She took her tongue out to pleasure my sensitive little clit and while my clit became hard she slid one finger into me, then two, then three before I moaned at that wonderful feeling. Her fingers picked up the pace and were soon being shoved in and out of my pussy with a quickening motion. With her tongue flicking my clit and her fingers buried deep inside me, there was no way I could hold on much longer. I came all over her hand and chin, breathing heavily and shaking. She lapped at my juices like a hungry little kitty craving it's mother's milk.

We both sat up and pulled each other close and hugged, pressing our hot, moist bodies against each other. Backing away, she pushed me gently back onto my elbows, grabbed my ankle and lifted my leg. As she slid her body towards me, she pulled me closer and our soaked pussies met in the scissors position. We grinded against each other's pussies and moaned softly in each other's ears. We sat up and our breasts began to rub against each other matching the movements of our pussies. We had one final orgasm together and as our juices mixed we kissed gently. Both of us were satisfied and breathing heavy. Later on we fell asleep in each other's arms only to wake up several hours later. We took a

quick shower together and got dressed. She drove me home and for the entire ride we sat silently holding hands. We reached the end of my street and as I got out we kissed one last time.

I walked up to my house, unlocked the door, turned to wave goodbye and blew her a kiss. I went to my bedroom. I layed on my bed and looked up at my ceiling then thought to myself as I drifted to sleep what a wonderful first week, wonder what the rest of the semester will hold. All A's in Calc, I hope.

We jumped in and raced to her house. It took about fifteen mintues to get there and during the entire ride she had her hand down my skirt gently rubbing my clit through my panties.



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A photograph of two women, Maia and Alesha, posing in lingerie. Maia, on the left, is a Black woman with long black hair, wearing a blue lace bra and black underwear. Alesha, on the right, is a white woman with long brown hair, wearing a black lace bra and black underwear. They are both looking at the camera. The background features a light blue wall with two framed pictures of palm trees. The entire image is framed by a thick red border.

We're here today because we love to eat muff and play around in fun clothes. I'm Maia, the more tanned one, and my friend Alesha has come over to cum. We're going to have a really good girlie time so pull your little friend out and let it rip.

**MAIA &
ALESHA
TIT FOR TWAT**





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Oh yeah, we can't tell you how much fun that was. So much, as a matter of fact, that we're going to kick everybody out so we can get nekkid and really let go. Maybe we'll ask one of the video guys to leave their camera so we can shoot it for you.

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YES, I'M HOT.

*I'm also sassy,
a sweetheart,
opinionated,
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and your
very worst
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A woman with long, wavy brown hair is posing in a bright pink, cowl-neckline, short-sleeved dress. She is looking towards the camera with a slight smile. Her right hand is on her hip, and her left hand is resting on her thigh. In the background, there is a framed abstract painting with blue and pink tones on a light blue wall.

BRIANNA OH HAVE MERCY

I haven't done very much of this. No, not sex, but posing for the camera while I'm getting fucked. It's kind of a strange feeling with a group of people hanging around while you're fucking. What's weirder is that some aren't even watching, they are just doing their own thing. I hope I can get used to it, soon.



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Well, I have to tell you that it was actually a lot of fun doing the shoot. I couldn't get used to hearing "cut" or the director telling us when to change positions or when to cum. Maybe I'll get used to it, soon.

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